

4-341A02

December 5, 1984

No.

Date

DEC 6 1984

Fee \$

10.00

The Secretary
Interstate Commerce Commission
Washington, DC 20423

INTERSTATE COMMERCE COMMISSION

Western Fuels Association, Inc.,
Equipment Lease dated as of December
5, 1984.

14495

RECORDATION NO.

Filed 1425

Dear Secretary:

DEC 6 1984 10 22 AM

Enclosed herewith for filing pursuant to 49 U.S.C. § 10102 (a) is an Equipment Lease dated as of December 5, 1984 between Heleasco Twenty-Three, Inc., as Lessor, and Western Fuels Association, Inc., as Lessee, relating to the lease of 47 Open Top Gondola Railcars by Western Fuels Association, Inc., and bearing identifying numbers WFAX 84654 to and including WFAX 84700. The parties to the enclosed Equipment Lease are:

Western Fuels Association, Inc.
700 Jefferson Building
1225 - 19th Street, N.W.
Washington, DC 20036

and


Heleasco Twenty-Three, Inc.
3411 Silverside Road
Weldin Building, Suite 201
Wilmington, Delaware 19810

Please record one of the three enclosed copies of the Equipment Lease and stamp the other two copies and the two copies of this letter enclosed herewith with the recordation date and return such copies to the undersigned in the enclosed pre-addressed, stamped envelope. A check in the amount of \$30 is enclosed in payment of the applicable recording fee.

Very Truly Yours,

WESTERN FUELS ASSOCIATION, INC.

By:


Manager of Finance and
Administration

Man w. Jan
Concurrence

Interstate Commerce Commission
Washington, D.C. 20423

12/6/84

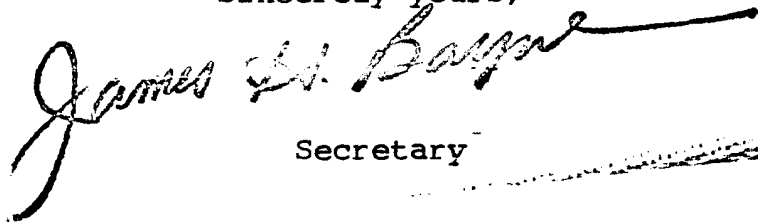
OFFICE OF THE SECRETARY

Robert P. Norrgard
Western Fuels Association }
700 Jefferson Building
1225 19th St. N.W.
Washington, D.C. 20036

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/6/84 at 10:35am and assigned re-recording number(s). 14495 & 14495-A

Sincerely yours,


Secretary

Enclosure(s)

4-341A025

No.

December 5, 1984

Date DEC 6 1984

Fee \$ 10.00

The Secretary
Interstate Commerce Commission
Washington, DC 20423

RECORDATION NO. Filed 1425

DEC 6 1984 10 55 AM

ICC Washington, D. C.

WESTERN FUELS ASSOCIATION, Inc.,
Rental Schedule No. 1 to Equipment
Lease dated as of December 5, 1984.

Dear Secretary:

Enclosed herewith for filing as a secondary document pursuant to 49 U.S.C. §11303 is a Rental Schedule No. 1 to Equipment Lease dated as of December 5, 1984 between Heleasco Twenty-Three, Inc., as Lessor, and Western Fuels Association, Inc., as Lessee, relating to the lease of 47 Open Top Gondola Railcars by Western Fuels Association, Inc., and bearing identifying numbers WFAX 84654 to and including WFAX 84700. The parties to the enclosed Rental Schedule No. 1 to Equipment Lease are:

Western Fuels Association, Inc.
700 Jefferson Building
1225 - 19th Street, N.W.
Washington, DC 20036

and

Heleasco Twenty-Three, Inc.
3411 Silverside Road
Weldin Building, Suite 201
Wilmington, Delaware 19810

Please record one of the three enclosed copies of the Rental Schedule No. 1 to Equipment Lease and stamp the other two copies and the two copies of this letter enclosed herewith with the recordation date and return such copies to the undersigned in the enclosed pre-addressed, stamped envelope. A check in the amount of \$10 is enclosed in payment of the applicable recording fee.

Very Truly Yours,

WESTERN FUELS ASSOCIATION, INC.

By [Signature]
Its Manager/Finance and Administration

Mar 25 Jan
[Signature]

14495, A
RECORDATION NO. _____ Filed 1425

DEC 6 1984 10 22 AM

INTERSTATE COMMERCE COMMISSION

RENTAL SCHEDULE NO. 1

RENTAL SCHEDULE NO. 1 to Equipment Lease dated as of December 5, 1984 (the "Lease") by and between the Lessor and Lessee identified below and the terms and conditions of which are hereby incorporated herein by reference. Lessee hereby (a) acknowledged that Lessee has requested Lessor to purchase from Ortner Freight Car Company, the Manufacturer thereof, the equipment described herein (the "Equipment"), (b) agrees to lease such Equipment from Lessor effective the date herof and (c) agrees (subject to adjustment pursuant to Section 2.1(c) of the Lease) to pay Lessor the rent, including the Fixed Rental, in the amounts specified below, for each item of Equipment, at the times specified in the Lease. All of the terms used herein which are defined in the Lease shall have the same meaning as so defined.

<u>Description</u>	<u>Identifying Numbers</u>	<u>Equipment Cost</u>
47 Open Top Gondola Cars	WFAX 84654 to and including WFAX 84700	\$1,568,577.33

Installments of Fixed Rental with respect to the Equipment shall be in the amount of \$14,602.94 on January 1, 1985 and \$12,612.67 on the first day of each month thereafter through and including the Rent Adjustment Date. Thereafter, the Fixed Rental with respect to the Equipment will be established pursuant to Section 2.1 of the Lease, and on or before the Rent Adjustment Date a supplement to this Rental Schedule No. 1 will be executed by the parties.

The Schedule of Casualty Values attached as Schedule D to the Lease is hereby confirmed.

The Location of Equipment: McKinley County, New Mexico.

HELEASCO TWENTY-THREE, INC.
(LESSOR)

WESTERN FUELS ASSOCIATION, INC.
(LESSEE)

By 

Dated: December 5, 1984

By 

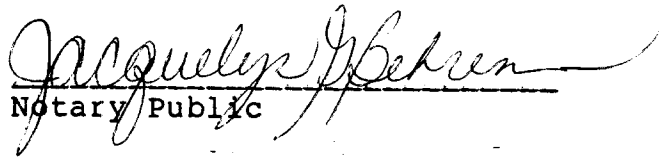
Dated: December 5, 1984

ACKNOWLEDGEMENT

DISTRICT OF COLUMBIA, ss:

On this 5th day of December 1984, before me personally appeared Robert P. Norrgard, to me personally known, who being by me duly sworn, says that he is Manager of Finance and Administration of Western Fuels Association, Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[SEAL]


Notary Public

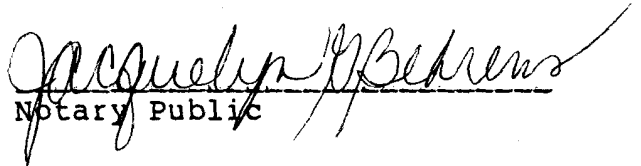
My Commission Expires: _____

ACKNOWLEDGEMENT

DISTRICT OF COLUMBIA, ss:

On this 5th day of December 1984, before me personally appeared James S. Dooley, to me personally known, who being by me duly sworn, says that he is Attorney-in-Fact for Heleasco Twenty-Three, Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[SEAL]


Notary Public

My Commission Expires: _____